

**UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA
LAS VEGAS, NEVADA**

2:08-cv-0089-PAL

BOINK SYSTEMS, INCORPORATED, *et al* v. LAS VEGAS SANDS CORPORATION

Stipulated Permanent Injunction Regarding Certain Counterclaims
Filed in open court on February 22, 2011

STIPULATED PERMANENT INJUNCTION

THIS STIPULATED PERMANENT INJUNCTION ("Agreement") is entered into as of the 22 day of February 2011, between BOINK SYSTEMS INCORPORATED, a Delaware corporation ("Boink"), and ASAI PROCESSING SERVICES, INC., a Delaware corporation, (Boink and ASAI are collectively referred to hereinafter as "Counterdefendants"), and LAS VEGAS SANDS CORP., a Nevada corporation, ("LVS").

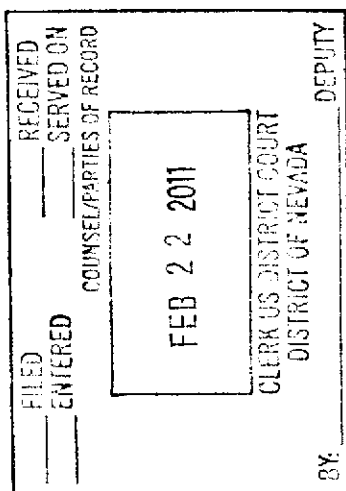
Recitals

A. LVS is the exclusive owner of the trademarks comprised in whole, or in part, of the distinguishing formatives VENETIAN and/or PALAZZO, the V Crest (Design), and the V Crest & Winged Lion (Design) in the United States and many other countries of the world in connection with convention-based destination integrated resorts and related goods and services for Meetings, Incentive, Convention and Exhibition (MICE), gaming, leisure and entertainment offerings and amenities, including theaters, hospitality, luxury suites, food & beverage, retail malls, and transportation services (the "Goods/Services"), including without limitation the U.S. registrations and pending applications in the United States Patent and Trademark Office attached hereto as Exhibit 1 (the "Marks").

B. On September 9, 2008, LVS asserted counterclaims against Counterdefendants in connection with their suit against LVS in the U.S. District Court for the District of Nevada, case no. 08-CV-00089-RLH-GWF (now case no. 08-CV-00089-PAL) (the "Action"), alleging that Counterdefendants had used the Marks without authorization in violation of applicable laws, and Counterdefendants denied all of LVS' counterclaims.

NOW THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. LVS hereby dismisses its Sixth and Seventh counterclaims.
2. Counterdefendants, jointly and severally, and together with all of their officers, agents, servants, employees, representatives, attorneys and assigns, and all other persons, firms, or companies in active concert or participation with them consent to be hereby permanently enjoined and restrained from directly or indirectly:
 - a. Using the Marks or any confusingly similar marks in any word, words, phrases, symbols, logos, or any combination of words or symbol that would create a likelihood of confusion, mistake, or deception therewith, including, without limitation, the Marks, or any other mark owned by LVS, in connection with or in the marketing, offering, selling, disposing of, licensing, leasing, transferring, displaying, advertising, reproducing, developing, or manufacturing of goods and/or services in commerce;
 - b. Maintaining any materials in their possession or under their control that contains infringements of, or things likely to cause confusion with, the Marks or any other LVS trademark;
 - c. Unfairly competing with LVS in any manner whatsoever;
 - d. Doing any other act likely to induce the mistaken belief that Counterdefendants or its goods or services or commercial activities are in any way affiliated, connected, or associated with LVS or its goods or services;
 - e. Causing likelihood of confusion, injury to LVS's business reputation, or dilution of the distinctiveness of the Marks, symbols, labels, or forms of advertisement;
 - f. Committing trademark infringement, trade dress infringement, trademark dilution, false advertising, false designation of origin, false descriptions, unfair competition, and/or interference with prospective economic advantage and/or any other act or making any other statement that infringes or dilutes the Marks or trade dress or constitutes an act of infringement, dilution, unfair competition, untrue and misleading advertising, and/or interference with prospective economic advantage, under federal law and/or the laws of the state of Nevada; and
 - g. Assisting, aiding, or abetting any other person or business entity in engaging in or performing any of the activities referred to in the above paragraphs (a) through (f).



3. In the event a Counterdefendant breaches any terms of this Agreement, or otherwise infringes or dilutes the Marks, LVS shall be entitled to injunctive relief without notice or bond, damages, and profits, and each Counterdefendant in breach shall pay LVS' attorneys' fees and costs incurred as a result of such infringement, dilution, and/or breach, including investigative costs incurred in the discovery of such infringement, dilution, and/or breach.

4. The permanent injunction shall remain in full force and effect unless and until modified by order of this Court.

5. Counterdefendants agree that the federal or state courts in Nevada shall have personal jurisdiction over Counterdefendants in any dispute involving this Agreement and any future violation of LVS's Marks.

6. This Agreement will be binding upon and inure to the benefit of the parties and their successors and assigns permitted by this Agreement.

7. This Agreement may be executed in any number of counterparts, each of which shall be considered an original, but all of which counterparts shall be deemed to be one and the same document. Parties may execute this Agreement by signatures obtained through facsimile and those signatures may be relied upon by the other parties as valid as if they were signed in the presence of the other parties.

Each person signing below represents that he or she has read this Agreement in its entirety, understands its terms, is duly authorized to execute this Agreement on behalf of the party indicated below by his or her name, and agrees on behalf of such party that such party will be bound by those terms.

IN WITNESS WHEREOF, each party has caused this Agreement to be executed on its behalf by itself or by a duly authorized representative on the day and year first written above.

BOINK SYSTEMS, INCORPORATED

By: _____

Title _____

Date _____

ASAI PROCESSING SERVICES, INC.

By: _____

Title _____

Date _____

LAS VEGAS SANDS CORP.

By: _____

Title _____

Date _____

IT IS SO ORDERED.

Hon. Peggy A. Leen
United States Magistrate Judge

3. In the event a Counterdefendant breaches any terms of this Agreement, or otherwise infringes or dilutes the Marks, LVS shall be entitled to injunctive relief without notice or bond, damages, and profits, and each Counterdefendant in breach shall pay LVS' attorneys' fees and costs incurred as a result of such infringement, dilution, and/or breach, including investigative costs incurred in the discovery of such infringement, dilution, and/or breach.

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IN WITNESS WHEREOF, each party has caused this Agreement to be executed on its behalf by itself or by a duly authorized representative on the day and year first written above.

BOINK SYSTEMS, INCORPORATED

By: _____

Title _____

Date _____

ASAI PROCESSING SERVICES, INC.

By: _____

Title _____

Date _____

LAS VEGAS SANDS CORP.

By: [Signature]

Title Exec. VP and CFO







Date 2/20/11



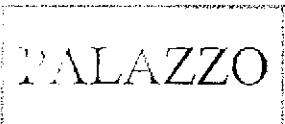


IT IS SO ORDERED.

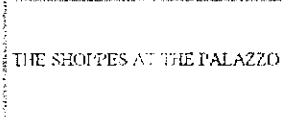

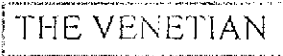
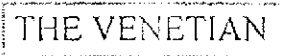
[Signature]

Hon. Peggy A. Leen
United States Magistrate Judge

Exhibit 1

Trademark	Image	Application No.	Registration No.	Classes, Goods and Services
PALAZZO		75068699	2683895	41 Providing facilities for entertainment shows in the nature of musical, magic, nightclub act, miming, revues, and casino services located in a hotel function room
PALAZZO		75979976	2729637	42 Hotel services, namely, providing facilities for conventions, conferences, banquets, social functions, fund raising, and special events; and providing hotel lodging services
PALAZZO		77298259		35 Retail variety stores not including apparel or clothing items; retail store services as part of a resort hotel casino facility featuring a variety of goods, namely, general merchandise, souvenirs, novelty items, gift items, jewelry, toys, sporting goods, stationery products, books, fragrances, personal care products, housewares, art, foods and beverages, all the foregoing not including apparel or clothing items
PALAZZO		77360965	3528883	29 Potato chips; processed nuts
PALAZZO		77360958	3528882	30 Chocolate candies; candy; caramel popcorn; cookies; gummy candies
PALAZZO		77360943	3702352	36 Shopping center services, namely, issuing stored value cards and rental of shopping center space in the nature of kiosks; building management services; check cashing services; collection of debt services; currency exchange services; electronic funds transfer services; real estate services, namely, rental of condominiums and shopping mall space; safe deposit box services; leasing of real estate, real estate management services

PALAZZO		77360939 3532236	38 Local and long distance telephone services; providing telephone conferencing services; telephone voice messaging services; facsimile transmission and retrieval services; wireless broadband communication services
PALAZZO		77360925 3696476	41 Casino services; gambling services; gaming services; entertainment services in the nature of theatre productions and art exhibition services; golf course and golf club services; providing newsletters in the field of casino services, food services, entertainment services and resort services via email; arranging of seminars; educational demonstrations; rental of audio-visual equipment; rental of portable stages; preparation of special effects for trade show booths and exhibitions; entertainment, namely, lighting production
PALAZZO		77360921	43 Hotel, bar, restaurant and catering services 44 Floral decoration services and floral design services for weddings and special events
PALAZZO		77360919	43 Provision of conference, exhibition and meeting facilities; providing convention facilities; providing facilities for exhibitions; catering services; hotel, bar, restaurant and catering services
PALAZZO		77360915 3705985	45 Wedding chapel services; personal shopping services for others; hotel concierge services; concierge services for others comprising making requested personal arrangements and reservations and providing customer-specific information to meet individual needs rendered together in a casino, hotel, condominium, office, business conference or shopping center environment; security guard services, monitoring security systems, providing personal security consultation; rental of safes; shopping center services, namely, shopping center concierge services
			35 Retail store services, located within shopping arcades and alone, featuring a variety of goods, namely, general consumer merchandise, souvenirs, novelty items, gift items, clothing, clothing accessories, jewelry, toys, sporting goods, stationery products,

THE SHOPPES AT THE PALAZZO		77206381	3517449	books, videos, fragrances, personal care products, cosmetics, house ware, art, foods, beverages, cigars, cigarettes, and smoking accessories; Providing information about and making referrals in the field of consumer products, retail services, events, activities, attractions and facilities in particular geographic locations 36 Leasing of shopping mall space; Shopping center services, namely, rental of shopping center space 41 Conducting entertainment exhibitions in the nature of musical shows, magic shows, live performances by nightclub acts, glass blowing exhibitions, miming and revues
THE SHOPPES AT THE PALAZZO logo		77206395	3517450	35 Retail store services, located within shopping arcades and alone, featuring a variety of goods, namely, general consumer merchandise, souvenirs, novelty items, gift items, clothing, clothing accessories, jewelry, toys, sporting goods, stationery products, books, videos, fragrances, personal care products, cosmetics, house ware, art, foods, beverages, cigars, cigarettes, and smoking accessories; Providing information about and making referrals in the field of consumer products, retail services, events, activities, attractions and facilities in particular geographic locations 36 Leasing of shopping mall space; Shopping center services, namely, rental of shopping center space 41 Conducting entertainment exhibitions in the nature of musical shows, magic shows, live performances by nightclub acts, glass blowing exhibitions, miming and revues
THE VENETIAN		75978541	2427621	35 retail stores services, located within shopping arcades and alone, featuring a variety of goods, namely general merchandise, souvenirs, novelty items, gift items, clothing, clothing accessories, jewelry, toys, sporting goods, stationery products, books, fragrances, personal care products, housewares, art, foods and beverages
THE VENETIAN		75431835	2411053	42 hotels, hotel concierge services, bar services, security guard services, catering services, providing facilities for conventions, banquets, social functions, fund raising, and special events

THE VENETIAN	THE VENETIAN	75431834	2507362	41 casino and gaming services; providing casino and gaming facilities; entertainment, namely, live musical performances, theatrical productions and comedy productions; health clubs; amusement centers and arcades; providing casino and gaming services by means of web sites and a global computer network
THE VENETIAN	THE VENETIAN	75478958	2295362	42 making hotel reservation for others
THE VENETIAN	THE VENETIAN	85233141		41 Race and Sports Book Wagering Services
THE VENETIAN LAS VEGAS		77220605	3429877	21 Mugs; plastic water bottles sold empty; decorative earthenware, namely, plates for kitchens and table use; shot glasses
THE VENETIAN LAS VEGAS		77220555	3494770	25 T-shirts; polo shirts; golf shirts; tank tops; pullovers; skirts; robes; rainwear; jackets; wind resistant jackets; sweatshirts; sweatpants
THE VENETIAN LAS VEGAS		77220530	3434548	6 Metal key chains, key fobs, key holders, key rings and sculptures; figurines and figures of common metal; pewter figurines
THE VENETIAN LAS VEGAS		77220548	3519013	28 Plush toys; plush animals; stuffed toys; stuffed animals; play figures; plastic toy figurines; snow globes; toy music boxes
THE VENETIAN RESORT HOTEL CASINO		75420729	2427241	35 retail stores services, located within shopping arcades and separate therefrom, featuring a variety of goods, namely general merchandise, souvenirs, novelty items, gift items, clothing, clothing accessories, jewelry, toys, sporting goods, stationery products, books, fragrances, personal care products, housewares, art, foods and beverages
THE VENETIAN RESORT HOTEL CASINO		75420737	2350633	41 casino and gaming services; gaming facilities; entertainment, namely, live musical performances, theatrical productions and comedy; sporting events; health clubs; amusement centers and arcades; providing casino and gaming services by means of web sites and a global computer network

Exhibit 1

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THE VENETIAN RESORT HOTEL CASINO		75978801	2411455	42 hotels, hotel concierge services, bar services, security guard services, catering services; providing facilities for conventions, banquets, social functions, fund raising, and special events
THE VENETIAN w/ V CREST & WINGED LION		76260004	2542999	35 Retail store services, located within shopping arcades and alone, featuring a variety of goods, namely general merchandise, souvenirs, novelty items, gift items, clothing, clothing accessories, jewelry, toys, sporting goods, stationery products, books, videos, fragrances, personal care products, cosmetics, house ware, art, foods, beverages, cigars, cigarettes, and smoking accessories
THE VENETIAN w/ V CREST & WINGED LION		76260005	2655917	41 Casino and gaming services; providing casino and gaming facilities; entertainment, namely, live musical performances, theatrical productions and comedy productions; amusement centers and arcades;
THE VENETIAN w/ V CREST & WINGED LION		76260001	2555775	42 Hotels, restaurants, hotel concierge services, bar services, security guard services, catering services, providing facilities for conventions, banquets, social functions, fund raising, and special events
THE VENETIAN w/ V CREST & WINGED LION		77220619	3388506	9 Cases for mobile phones; disposable cameras; reading glasses; sunglasses
THE VENETIAN w/ V CREST & WINGED LION		77220628	3434549	6 Metal key chains, key fobs, key holders and key rings
THE VENETIAN w/ V CREST & WINGED LION		77220595	3388502	3 Cologne; perfumes

Exhibit I

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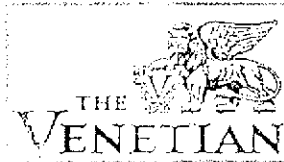
THE VENETIAN
w/ V CREST &
WINGED LION



77221098 3388533

16 Money clips; newsletters in the field of casino services, entertainment services and resort services; pens; pencils; postcards

THE VENETIAN
w/ V CREST &
WINGED LION



77221136 3429882

21 Mugs; beverageware; swizzle sticks; beverage stirrers, shot glasses

THE VENETIAN
w/ V CREST &
WINGED LION



77221140 3429883

25 T-shirts; polo shirts; golf shirts; tank tops; pullovers; skirts; robes; scarves; belts; hats; caps; sweatshirts; sweatpants

THE VENETIAN
w/ V CREST &
WINGED LION



77221154 3429884

28 Plush toys; plush toy animals; stuffed toy dolls and animals; stuffed toy animals; playing cards

THE VENETIAN
w/ V CREST &
WINGED LION



77221164 3439885

45 Wedding chapel services

THE VENETIAN
w/ V CREST &
WINGED LION



77259344 3430056

38 Local and long distance telephone services; providing telephone conferencing services; telephone voice messaging services; facsimile transmission and retrieval services; wireless broadband communication services

THE VENETIAN
w/ V CREST &
WINGED LION



77259314 3430055

18 Roll bags; purses; small purses; clutch bags

Exhibit I

Page 7 of 13

THE VENETIAN
w/ V CREST &
WINGED LION



77259095

3479372

26 Hair clips

THE VENETIAN
w/ V CREST &
WINGED LION



77284167

3483721

35 retail florist shop featuring e-mail or
phone-in orders for weddings and
special events
42 floral decoration services and floral
design services for weddings and
special events

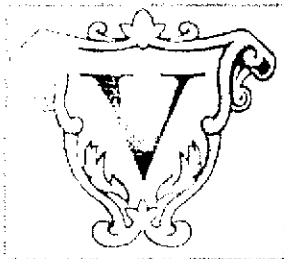
THE VENETIAN
w/ V Crest &
Winged Lion
above



85124936

20 Picture Frames

V CREST

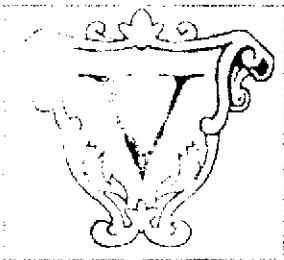


77220568

3388498

21 Beverage glassware, stemware;
plastic water bottles sold empty; shot
glasses

V CREST

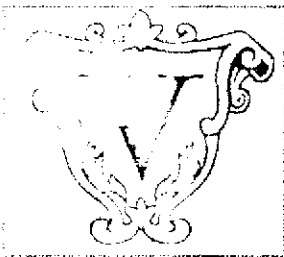


77220582

3388500

25 T-shirts; pullovers; skirts; robes;
slippers; hats; caps; rainwear; jackets;
wind resistant jackets; warm-up suits;
jogging suits; sweatshirts; sweat pants

V CREST



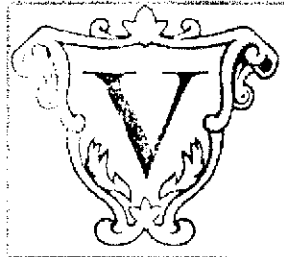
77220583

3388501

28 Plush toys; plush animals; stuffed
toys; stuffed animals

39 Shipping and delivery services,

V CREST

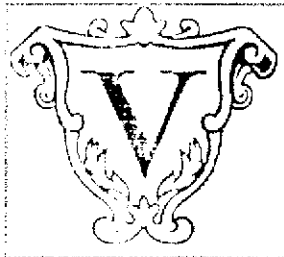


77284187 3483723

namely, pickup, transportation, and delivery of packages and letters by various modes of transportation; coordinating travel arrangements for individuals and for groups; organization of excursions, sightseeing tours, holidays, tours and travel; organization, booking and arrangement of excursions, day trips and sightseeing tours; travel agency services, namely, making reservations and bookings for excursions; transport of passengers; car transport; hired car transport; chauffeur services; limousine services; bus transport services; car parking; valet parking; airport baggage check-in services; delivery of gift baskets with selected items regarding a particular occasion or theme

41 Boat rides for entertainment and recreational purposes

V CREST



77284176 3483722

35 retail florist shop featuring e-mail or phone-in orders for weddings and special events

42 floral decoration services and floral design services for weddings and special events

V CREST w/
WINGED LION

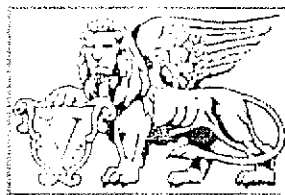
75978407 2427620

35 RETAIL STORES SERVICES, LOCATED WITHIN SHOPPING ARCADES AND ALONE, FEATURING A VARIETY OF GOODS, NAMELY GENERAL MERCHANDISE, SOUVENIRS, NOVELTY ITEMS, GIFT ITEMS, CLOTHING, CLOTHING ACCESSORIES, JEWELRY, TOYS, SPORTING GOODS, STATIONERY PRODUCTS, BOOKS, FRAGRANCES, PERSONAL CARE PRODUCTS, HOUSEWARES, ART, FOODS, BEVERAGES, AND SMOKING ACCESSORIES

V CREST w/
WINGED LION

75420716 2352445

41 casino and gaming services; gaming facilities; entertainment, namely, live musical performances, theatrical productions and comedy; sporting events; health clubs; amusement centers and arcades; providing casino and gaming services by means of web sites and a global computer network

V CREST w/
WINGED LION

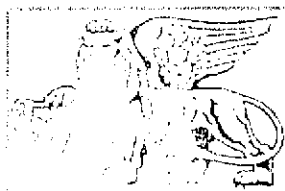
75420772 2411034

42 HOTEL, hotel concierge services, bar services, security guard services, catering service, providing facilities for conventions, banquets, social functions, fund raising, and special events

V CREST w/
WINGED LION

77223734 3381563

21 Mugs; beverageware; swizzle sticks; beverage stirrers, shot glasses

V CREST w/
WINGED LION

77223766 3394525

25 T-shirts; polo shirts; golf shirts; tank tops; pullovers; skirts; robes; scarves; belts; hats; caps; sweatshirts; sweatpants

V CREST w/
WINGED LION

77223752 3394523

28 Plush toys; plush animals; stuffed toys; stuffed animals; playing cards

V CREST w/
WINGED LION

77223760 3394524

45 Wedding chapel services

V CREST w/
WINGED LION

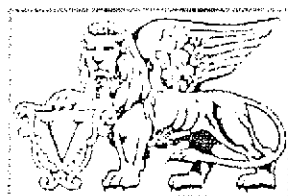
77223708 3388638

3 Cologne; perfumes

V CREST w/
WINGED LION

77223713 3394520

9 Cases for mobile phones; disposable cameras; reading glasses, sunglasses



V CREST w/
WINGED LION



77223716

3394522

16 Money clips; newsletters in the field of casino services, entertainment services and resort services; pens; pencils; postcards

V CREST w/
WINGED LION

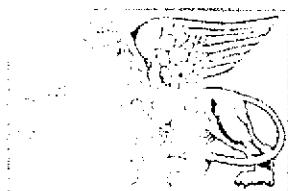


77259072

3394751

26 Sewing kits comprised of buttons, needles, pins and thread

V CREST w/
WINGED LION



77259338

3394752

38 Local and long distance telephone services; providing telephone conferencing services; telephone voice messaging services; facsimile transmission and retrieval services; wireless broadband communication services

V CREST w/
WINGED LION



77259376

3394754

18 Roll bag; purses; small purses; clutch bags

V CREST w/
WINGED LION



77259372

3394753

3 Bar soap; bath gels; hair conditioners; body lotions; hair shampoo

V CREST w/
WINGED LION

77284156

3483718

35 retail florist shop featuring e-mail or phone-in orders for weddings and special events
42 floral decoration services and floral



design services for weddings and special events

V CREST w/
WINGED LION



77284160 3483719

39 Shipping and delivery services, namely, pickup, transportation, and delivery of packages and letters by various modes of transportation; coordinating travel arrangements for individuals and for groups; organization of excursions, sightseeing tours, holidays, tours and travel; organization, booking and arrangement of excursions, day trips and sightseeing tours; travel agency services, namely, making reservations and bookings for excursions; transport of passengers; car transport; hired car transport; chauffeur services; limousine services; bus transport services; car parking; valet parking; airport baggage check-in services; delivery of gift baskets with selected items regarding a particular occasion or theme

41 Boat rides for entertainment and recreational purposes

VENETIAN

75064849

2326994

42 hotel and retail gift store services featuring clothing, art, jewelry, housewares and similar goods

VENETIAN

75978868

2322513

41 entertainment shows, namely, musical, magic, nightclub acts, glass blowing exhibitions, miming and revues

VENETIAN

75431836

2507363

41 CASINO AND GAMING SERVICES; PROVIDING CASINO AND GAMING FACILITIES; ENTERTAINMENT, NAMELY, LIVE MUSICAL PERFORMANCES, THEATRICAL PRODUCTIONS AND COMEDY PRODUCTIONS; HEALTH CLUBS; AMUSEMENT CENTERS AND ARCADES; PROVIDING CASINO AND GAMING SERVICES BY MEANS OF WEB SITES AND A GLOBAL COMPUTER NETWORK

VENETIAN

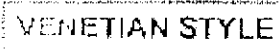

75978356

2411454

42 hotels, hotel concierge services, bar services, security guard services, catering services, providing facilities for conventions, banquets, social functions, fund raising, and special events

35 retail stores services, located within

VENETIAN	75431583	2427247	shopping arcades and alone, featuring a variety of goods, namely, general merchandise, souvenirs, novelty items, gift items, clothing, clothing accessories, jewelry, toys, sporting goods, stationery products, books, fragrances, personal care products, housewares, art foods and beverages
VENETIAN	77220418	3434545	16 Pens; pencils; photograph albums; paperweights; desktop business card holders; letter openers; note cards; postcards
VENETIAN	77220430	3475018	18 Tote bags; luggage tags
VENETIAN	77220432	3434546	21 Beverage glassware, mugs; stemware; beverage ware; decorative earthenware, namely, earthenware plates for kitchens and table use; plastic water bottles sold empty; statuettes of glass; cork screws; non-metal piggy banks; hip flasks; compacts sold empty; powder compacts sold empty
VENETIAN	77220415	3475017	14 Jewelry; Lapel pins
VENETIAN	77220413	3434544	9 Decorative magnets; cases for mobile phones; reading glasses
VENETIAN	77220310	3434543	3 Cologne; perfumes
VENETIAN	77220524	3388495	25 T-shirts; polo shirts; golf shirts; tank tops; pullovers; skirts; belts; hats; caps; rainwear; jackets; wind resistant jackets; robes
VENETIAN	77220495	3434547	36 Currency exchange services, safe deposit box services
VENETIAN	77220515	3388494	45 Wedding chapel services
VENETIAN	77221185	3429886	35 Promoting the sale of credit card accounts by the administration of incentive point awards program for customers; contests and incentive award programs to promote the sale of products and services of others; customer loyalty services and customer club services, for commercial, promotional and/or advertising purposes

VENETIAN	77259352	3523265	28 Plush toys; plush animals; stuffed toys; stuffed animals; play figures; plastic toy figurines; toy banks; dice; playing cards; snow globes; golf bag tags; Christmas tree ornaments; toy music boxes
VENETIAN	77259060	3487494	18 Roll bags; purses; small purses; clutch bags
VENETIAN	77259327	3507268	29 Potato chips; processed nuts
VENETIAN	77259291	3425991	38 Local and long distance telephone services; providing telephone conferencing services; telephone voice messaging services; facsimile transmission and retrieval services; wireless broadband communication services
VENETIAN	77284162	3483720	35 retail florist shop featuring e-mail or phone-in orders 42 floral decoration services and floral design services for weddings and special events
VENETIAN STYLE	 78954783	3304819	16 Magazines promoting tourism, shopping, dining, entertainment, local attractions, history, culture, resorts, casinos and real estate
VENETIAN WEDDINGS Logo	 85077962		45 Wedding Chapel Services

TM Administrator 84 records - END OF REPORT

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